

**United States Bankruptcy Court  
District of Wyoming**

**Voluntary Petition**

Name of Debtor (if individual, enter Last, First, Middle): <b>US Bentonite Processing</b>		Name of Joint Debtor (Spouse) (Last, First, Middle):																					
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names):		All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names):																					
Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN)/Complete EIN(if more than one, state all): <b>20-4560511</b>		Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN)/Complete EIN(if more than one, state all):																					
Street Address of Debtor (No. & Street, City, and State): <b>152 North Durbin Street, Suite 120</b> <b>Casper, WY</b>		Street Address of Joint Debtor (No. & Street, City, and State):																					
ZIP CODE <b>82601</b>		ZIP CODE																					
County of Residence or of the Principal Place of Business: <b>Natrona</b>		County of Residence or of the Principal Place of Business:																					
Mailing Address of Debtor (if different from street address):		Mailing Address of Joint Debtor (if different from street address):																					
ZIP CODE		ZIP CODE																					
Location of Principal Assets of Business Debtor (if different from street address above):																							
ZIP CODE																							
<b>Type of Debtor</b> (Form of Organization) (Check one box.)		<b>Nature of Business</b> (Check one box)																					
<input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form.</i> <input checked="" type="checkbox"/> Corporation (includes LLC and LLP) <input type="checkbox"/> Partnership <input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.) <hr/>		<input type="checkbox"/> Health Care Business <input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101(51B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input checked="" type="checkbox"/> Other																					
<b>Chapter 15 Debtors</b> Country of debtor's center of main interests: <hr/> Each country in which a foreign proceeding by, regarding, or against debtor is pending: <hr/>		<b>Tax-Exempt Entity</b> (Check box, if applicable) <input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code.)																					
<b>Filing Fee</b> (Check one box)		<b>Chapter of Bankruptcy Code Under Which the Petition is Filed</b> (Check one box)																					
<input checked="" type="checkbox"/> Full Filing Fee attached  <input type="checkbox"/> Filing Fee to be paid in installments (applicable to individuals only). Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b) See Official Form 3A.  <input type="checkbox"/> Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.		<input type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 9 <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 13  <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding																					
<b>Chapter 11 Debtors</b> <b>Check one box:</b>		<b>Nature of Debts</b> (Check one box) <input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or household purpose." <input checked="" type="checkbox"/> Debts are primarily business debts.																					
<b>Check if:</b>		<b>Check all applicable boxes</b>																					
<input type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D).		<input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,343,300 ( <i>amount subject to adjustment on 4/01/13 and every three years thereafter</i> )																					
<input checked="" type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D).		<input type="checkbox"/> A plan is being filed with this petition <input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).																					
<b>Statistical/Administrative Information</b>																							
<input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.																							
<b>Estimated Number of Creditors</b> <table style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 10%;"><input type="checkbox"/></td> <td style="width: 10%;"><input type="checkbox"/></td> <td style="width: 10%;"><input type="checkbox"/></td> <td style="width: 10%;"><input checked="" type="checkbox"/></td> <td style="width: 10%;"><input type="checkbox"/></td> </tr> <tr> <td>1- 49</td> <td>50- 99</td> <td>100- 199</td> <td>200- 999</td> <td>1,000- 5,000</td> <td>5,001- 10,000</td> <td>10,001- 25,000</td> <td>25,001- 50,000</td> <td>50,001- 100,000</td> <td>Over 100,000</td> </tr> </table>				<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	1- 49	50- 99	100- 199	200- 999	1,000- 5,000	5,001- 10,000	10,001- 25,000	25,001- 50,000	50,001- 100,000	Over 100,000
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>														
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<b>Estimated Assets</b> <table style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 10%;"><input type="checkbox"/></td> </tr> <tr> <td>\$0 to \$50,000</td> <td>\$50,001 to \$100,000</td> <td>\$100,001 to \$500,000</td> <td>\$500,001 to \$1 million</td> <td>\$1 million to \$10 million</td> <td>\$10,000,001 to \$50 million</td> <td>\$50,000,001 to \$100 million</td> <td>\$100,000,001 to \$500 million</td> <td>\$500,000,001 to \$1 billion</td> <td>More than \$1 billion</td> </tr> </table>				<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$0 to \$50,000	\$50,001 to \$100,000	\$100,001 to \$500,000	\$500,001 to \$1 million	\$1 million to \$10 million	\$10,000,001 to \$50 million	\$50,000,001 to \$100 million	\$100,000,001 to \$500 million	\$500,000,001 to \$1 billion	More than \$1 billion
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>														
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<b>THIS SPACE IS FOR COURT USE ONLY</b>																							

<b>Voluntary Petition</b> <i>(This page must be completed and filed in every case)</i>		Document	Page 2 of 35 Name of Debtor(s): <b>US Bentonite Processing</b>
<b>All Prior Bankruptcy Cases Filed Within Last 8 Years</b> (If more than two, attach additional sheet.)			
Location Where Filed: <b>NONE</b>	Case Number:	Date Filed:	
Location Where Filed:	Case Number:	Date Filed:	
<b>Pending Bankruptcy Case Filed by any Spouse, Partner or Affiliate of this Debtor</b> (If more than one, attach additional sheet)			
Name of Debtor: <b>NONE</b>	Case Number:	Date Filed:	
District:	Relationship:	Judge:	
<b>Exhibit A</b> (To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.)		<b>Exhibit B</b> (To be completed if debtor is an individual whose debts are primarily consumer debts)  I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I have delivered to the debtor the notice required by 11 U.S.C. § 342(b).	
<input type="checkbox"/> Exhibit A is attached and made a part of this petition.		<input checked="" type="checkbox"/> <b>Not Applicable</b> <small>Signature of Attorney for Debtor(s) _____ Date _____</small>	
<b>Exhibit C</b>			
Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety?			
<input type="checkbox"/> Yes, and Exhibit C is attached and made a part of this petition. <input checked="" type="checkbox"/> No			
<b>Exhibit D</b>			
(To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.)			
<input type="checkbox"/> Exhibit D completed and signed by the debtor is attached and made a part of this petition.			
If this is a joint petition:			
<input type="checkbox"/> Exhibit D also completed and signed by the joint debtor is attached and made a part of this petition.			
<b>Information Regarding the Debtor - Venue</b> (Check any applicable box)			
<input checked="" type="checkbox"/> Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District.  <input type="checkbox"/> There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District.  <input type="checkbox"/> Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding [in a federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District.			
<b>Certification by a Debtor Who Resides as a Tenant of Residential Property</b> (Check all applicable boxes.)			
<input type="checkbox"/> Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following).			
(Name of landlord that obtained judgment) _____			
(Address of landlord) _____			
<input type="checkbox"/> Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and			
<input type="checkbox"/> Debtor has included in this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition.			
<input type="checkbox"/> Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(l)).			

<b>Voluntary Petition</b> <i>(This page must be completed and filed in every case)</i>	Document Name of Debtor(s): <b>US Bentonite Processing</b>
<b>Signatures</b>	
<p><b>Signature(s) of Debtor(s) (Individual/Joint)</b></p> <p>I declare under penalty of perjury that the information provided in this petition is true and correct.</p> <p>[If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12 or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7.</p> <p>[If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. § 342(b).</p> <p>I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.</p> <p><b>X Not Applicable</b></p> <p>Signature of Debtor</p> <p><b>X Not Applicable</b></p> <p>Signature of Joint Debtor</p> <p>Telephone Number (If not represented by attorney)</p> <p>Date</p>	
<p><b>Signature of a Foreign Representative</b></p> <p>I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition.</p> <p>(Check only one box.)</p> <p><input type="checkbox"/> I request relief in accordance with chapter 15 of Title 11, United States Code. Certified Copies of the documents required by 11 U.S.C. § 1515 are attached.</p> <p><input type="checkbox"/> Pursuant to 11 U.S.C. § 1511, I request relief in accordance with the chapter of title 11 specified in the petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.</p> <p><b>X Not Applicable</b></p> <p>(Signature of Foreign Representative)</p> <p>(Printed Name of Foreign Representative)</p> <p>Date</p>	
<p><b>Signature of Attorney</b></p> <p><b>X /s/ Bradley Hunsicker</b></p> <p>Signature of Attorney for Debtor(s)</p> <p><b>Bradley Hunsicker Bar No. 7-4579</b></p> <p>Printed Name of Attorney for Debtor(s) / Bar No.</p> <p><b>Winship &amp; Winship, PC</b></p> <p>Firm Name</p> <p><b>PO Box 548 Casper, WY 82602</b></p> <p>Address</p> <hr/> <p><b>307-234-8991</b>                    <b>307-234-1116</b></p> <p>Telephone Number</p> <p><b>3/14/2013</b></p> <p>Date</p> <p>*In a case in which § 707(b)(4)(D) applies, this signature also constitutes a certification that the attorney has no knowledge after an inquiry that the information in the schedules is incorrect.</p> <p><b>Signature of Debtor (Corporation/Partnership)</b></p> <p>I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.</p> <p>The debtor requests the relief in accordance with the chapter of title 11, United States Code, specified in this petition.</p> <p><b>X s/ Todd Druse</b></p> <p>Signature of Authorized Individual</p> <p><b>Todd Druse</b></p> <p>Printed Name of Authorized Individual</p> <p><b>CFO</b></p> <p>Title of Authorized Individual</p> <p><b>3/14/2013</b></p> <p>Date</p>	
<p><b>Signature of Non-Attorney Petition Preparer</b></p> <p>I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342(b); and, (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official Form 19 is attached.</p> <p><b>Not Applicable</b></p> <p>Printed Name and title, if any, of Bankruptcy Petition Preparer</p> <hr/> <p>Social-Security number (If the bankruptcy petition preparer is not an individual, state the Social-Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.) (Required by 11 U.S.C. § 110.)</p> <hr/> <p>Address</p> <hr/> <p><b>X Not Applicable</b></p> <p>Date</p> <p>Signature of bankruptcy petition preparer or officer, principal, responsible person, or partner whose Social-Security number is provided above.</p> <p>Names and Social-Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual.</p> <p>If more than one person prepared this document, attach to the appropriate official form for each person.</p> <p><i>A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both. 11 U.S.C. § 110; 18 U.S.C. § 156.</i></p>	

**RESOLUTION  
OF  
U.S. Bentonite Processing, Inc.**

I/We, the undersigned, being *a quorum* of the directors of U.S. Bentonite Processing, Inc. ("Corporation"), declare under penalty of perjury that on March 12, 2013, the following resolution was duly adopted by the Board of Directors of this Corporation:

**"WHEREAS**, it is in the best interest of this Corporation to file a voluntary petition in the United States Bankruptcy Court for the District of Wyoming pursuant to Chapter 11 of Title 11 of the United States Code;

**BE IT THEREFORE RESOLVED**, that Todd Druse, Chief Financial Officer of this Corporation, is authorized and directed to execute and deliver all documents necessary to perfect the filing of a Chapter 11 voluntary bankruptcy case on behalf of the Corporation; and

**BE IT THEREFORE RESOLVED**, that Todd Druse, Chief Financial Officer of this Corporation, is authorized and directed to appear in all bankruptcy proceedings on behalf of the Corporation, and to otherwise do and perform all acts and deeds and to execute and deliver all necessary documents on behalf of the Corporation in connection with such bankruptcy case; and

**BE IT FURTHER RESOLVED**, that Todd Druse, Chief Financial Officer of this Corporation, is authorized and directed to employ the law firm Winship & Winship, P.C. to represent the Corporation in such bankruptcy case."

**EXECUTED** this 12<sup>th</sup> day of March, 2013.

**U.S. Bentonite Processing, Inc.**

By: William C. Bent  
Position: CFO, en am

## US Bentonite Processing

### Schedule B - Assets

<u>Item</u>	<u>Location</u>
Buildings/Improvements	Bucknum Plant, Casper, Wyoming
Bunkhouse	Arminto, Wyoming
Cash on Hand	Various locations
Checking Account	First Interstate Bank, Casper, Wyoming
Checking Account	Arvest Bank, Lowell, Arkansas
Checking Account	Arvest Bank, Lowell, Arkansas
Checking Account	Hilltop National Bank, Casper, Wyoming
Collateral Deposit Account	First Interstate Bank, Casper, Wyoming
Collateral Deposit Account	First Interstate Bank, Casper, Wyoming
Consolidation Checking Account	First Interstate Bank, Casper, Wyoming
Dryer System	Bucknum Plant, Casper, Wyoming
Machinery/Equipment and Inventory/Parts	Bucknum Plant, Casper, Wyoming
Miscellaneous Rolling Stock (trucks/trailers)	Various locations
Mobile Home	Arminto, Wyoming
Office Equipment, Furnishing & Supplies	152 N. Durbin Street, Casper, Wyoming
Office Equipment, Furnishing & Supplies	Bucknum Plant, Casper, Wyoming
Payments Checking Account	First Interstate Bank, Casper, Wyoming
Payroll Checking Account	First Interstate Bank, Casper, Wyoming
Receipts Checking Account	First Interstate Bank, Casper, Wyoming
Miscellaneous Mineral Interests	

Acrodyne  
12835 E Arapahoe Road, Tower II/#75  
Englewood, CO 80112

ACT Capital Partners  
2 Radnor Corp Ctr, #111  
Radnor, PA 19087

Adam J Mall  
1309 S Melrose Street  
Casper, WY 82601-3932

Adams ISC LLC  
2131 Rand Road  
Rapid City, SD 57702

Alexander A. Maguire  
900 West Valley Road, #501  
Wayne, PA 19087

Alstom Power, Inc  
Dept. CH 19352  
Palatine, IL 60055-9352

Amir L and Maria Ecker  
800 Newtown Road  
Villanova, PA 19085

Amir L Ecker  
800 Newtown Road  
Villanova, PA 19085

Andrew T Larsen  
780 North Grant Street  
Casper, WY 82601-1409

Anthony C McDermott  
504 N Wayne Ave  
Wayne, PA 19087

Applied Industrial Technologies  
22510 Network Place  
Chicago, IL 60673-1225

Arlo B See  
3900 Squaw Creek Road  
Casper, WY 82604

Atlas Office Products Inc  
215 N Lincoln  
Casper, WY 82601

Atlas Reproduction  
PO Box 2901  
casper, WY 82602

Bailey Enterprises inc  
PO Box 1326  
Riverton, WY 82501

Barbara A Tyson  
c/o Erwin & Co.  
6311 Ranch Drive  
Little Rock, AR 72223

Bearlodge Forest Products Inc.  
PO Box 248  
Hulett, WY 82720

Bernard A G taradash Rlvr IRA  
PO Box 1910  
Fall River, MA 02722

Betty J Meyers Survivor's Trust  
11870 S Butte Road  
Sutter, CA 95982

Bierschbach Equipment & Supply  
PO Box 1444  
Sioux Falls, SD 57101-1444

Blakeman Propane  
PO box 45  
Moorecroft, WY 82721

Bloedorn Lumber  
PO Box 265  
Casper, WY 82602

BNSF Railway Company  
PO Box 676160  
Dallas, TX 75267-6160

Brad Carlson  
77 Zuber Road  
Riverton, WY 82501

Braden D Marken  
PO Box 994  
Evansville, WY 82636

Brian K Swan  
1920 Cornwall  
Casper, WY 82609

Brian Swan  
1920 Cornwall  
Casper, WY 82609

Brown Drew & Massey  
159 N Wolcott, #200  
Casper, WY 82601

C. Anthony Phillips Trust  
909 E Green Street  
Pasadena, CA 91106

C. Anthony Phillips, Trustee

Capital Premium Financing Inc  
PO Box 660899  
Dallas, TX 75266-0899

Capitla Properties LLC  
121 Center Street, #800  
Little Rock, AR 72201

Carlson Equipment Co., Inc.  
77 Zuber Road  
Riverton, WY 82501

Carolyn Wittenbraker  
3315 Southwestern Blvd  
Dallas, TX 75225

Casper Winco Supply Co.  
PO Box 2140  
Casper, WY 82602

Ceenan A Emerson  
921 East 23rd Street  
Casper, WY 82601-5671

Central Mine Equipment Company<sup>7</sup>  
4215 Rider Trail North  
Earth City, MO 63451-1106

Century Link  
PO Box 29040  
Phoenix, AZ 85038

Chad D Erickson  
2510 Knollwood  
Casper, WY 82604

Chris Harris  
2531 Farmun Street  
Casper, WY 82609

Clara R. Transtham Chestnut Living  
350 Riverview  
Oroville, CA 95966

Clara R. Transtham Chestnut Living T  
350 Riverview  
Oroville, CA 95966

Codale Electric Supply, Inc.  
PO Box 25777  
SLC, UT 84125-0777

Connie R. Kennerknecht  
1892 N Yellow Creek  
Casper, WY 82604

Consolidated Electric Distributors,  
PO Box 9599  
Denver, CO 80209

Contractor's Supply  
664 Circle Drive  
Casper, WY 82601

Cool-it Refrideration  
1620 Burlington Ave., #3  
Casper, WY 82601

Crum Electric  
1165 English Ave  
Casper, WY 82601

Crystal M Marsh  
2953 Central Drive, #103  
Casper WY 82604

Culligan of Casper  
PO Box 51770  
Casper, WY 82605

Dale Williams

Dan Marks  
2901 W 234th Street  
Torrance, CA 90505

Dan Robinett Trucking  
PO Box 55  
Powder River, WY 82648

Daniel C Hemmer  
10007 Landmark Lane  
Casper, WY 82601

Daniel J. Uptain  
10007 Landmark Drive  
Casper, WY 82604

Darlene Seiloff  
1415 Holly Street  
Casper, WY 82604

David Kinghorn  
3901 Squaw Creek Road  
Casper, WY 82604

David L Logan  
895 Odell Place  
Casper, WY 82609-2848

David S Caton  
PO Box 28  
Mills, WY 82644

David S. Allsopp  
Philadelphia Brokerage Corp  
2 Radnor Corp Center, #111  
Radnor, PA 19087

Dennis Renter Family Trust

DHL Express, USA  
16590 Collections Center Drive  
Chicago, IL 60693

Diamond Vogel  
1700 West 1st Street  
Casper, WY 82604

DK Hauling Inc.  
650 Antler Drive  
Casper, WY 82601

Don Schulthess  
46 Langdon Road  
Buffalo, WY 82834

Donald Palmer Co., Inc.  
PO Box 15062  
New Orleans, LA 70175

Dorothy H Engler  
31 Ridgewood Road  
Radnor, PA 19087

Double Eight Ltd  
PO Box 4593  
Henley on Thames  
Oxon RG9 4UT UK

Doyle Johnson Auto Prepair  
651 West Collins  
Casper, WY 82601

DPC  
4121 Brighton Blvd, #A-23  
Denver, CO 80216

Drug Testing Services Natrona Count  
1988 East 1st Street  
Casper, WY 82601

Duane Morris LLP  
30 South 17th Street  
Philadelphia, PA 19103-4196

Edward D Rogers  
3910 Squaw Creek Road  
Casper, WY 82604

Edward H Maguire  
1902 Little Ave  
Conshohocken, PA 19428

Elijah T Gilmore  
1126 1/2 Burlington Ave  
Casper, WY 82601

Equity Trust Company  
Sterling Trust FOB Leonard Frenkel  
1600 Flat Rock Road  
Penn Valley, PA 19072

ESCO Supply  
147 Collections Center Drive  
Chicago, IL 60693

Exopack  
File # 56839  
Los Angeles, CA 90074-6839

Fastenal Company  
PO Box 1286  
Winona, MN 55987-1286

FedEx  
PO Box 94515  
Palatine, IL 60094-4515

Ferguson Enterprises, Inc.  
3327 West Yellowstone Hwy  
Mills, WY 82644

First Interstate Bank  
PO Box 31021  
Tampa, FL 33631

First Interstate Bank  
104 S Wolcott Street  
Casper, WY 82601

First Interstate Bank Escrow  
Escrow Dept  
101 East Front Street  
Missoula, MT 59802

Foreman's Quality Machine Shop  
PO Box 387  
Mills, WY 82644

Frank J Campbell III  
106 Longview Circle  
Media, PA 19063

Frank Miller Living Trust  
72875 Fred Waring Drive, #B  
Palm Desert, CA 92260

George Lengrand  
152 North Durbin Street, #120  
Casper, WY 82601

Geotec Industrial Supply  
PO Box 130  
Mills, WY 82644

Gerald Yann  
114 N Pennsylvania  
Casper, WY 82609-1721

Glen T. Daniels  
1818 Fetterman Ave  
Casper, WY 82604

Global Minerals LLC  
Attn Beeze  
535 Magnolia Woods Ave  
Baton Rouge, LA 70808

Green Dirt Mining & Hauling, LLC  
PO Box 370  
Casper, WY 82602

Greenline Equipment  
PO Box 50690  
Casper, WY 82605

Guardian  
PO Box 677458  
Dallas, TX 75267-7458

Gunter Piepers  
928 Descano Drive  
La Canada, CA 91011

Gus Blass III  
16 W Palisades Drive  
Little Rock, AR 72207

Gus Blass III  
212 Center Street, #1800  
Little Rock, AR 72207

Hansen Qwik Lube  
PO Box 1558  
Mills, WY 82644

Harry G. and Ericka E. Richter  
2146 Camino San Rafael  
Glendale, CA 91206

Heather A Weidle  
1020 1/2 S Chestnut  
Casper, WY 82604

Henry B Maguire  
44070 Royal Troon Drive  
Indio, CA 92201

Hickey & Evans LLP  
PO Box 467  
Cheyenne, WY 82003-0467

Hicks Contracting LLC  
4341 Sunrise Dirve  
Casper, WY 82644

High Plains Power, Inc.  
PO Box 713  
Riverton, WY 82501

Hillcrest Spring Water  
2210 N Plaza Drive  
Rapid City SD 57702

Holly A Gauger  
9680 Osage Road  
Casper, WY 82601

Homax Oil Sales  
605 South Poplar  
Casper, WY 82601

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Hose & Rubber Supply Inc  
240 Nichols Ave  
Casper, WY 82601

Howard Supply Company  
4100 International Plaza, #850  
Fort Worth, TX 76109

HUB International Insurances Service  
HCC Surety Goup  
PO box 4312  
Riverside, CA 91365-4312

Hunt Holladay  
Accrued rentals/Arminto Site  
1605 Monrovia Ave  
Costa Mesa, CA 92627

Hychem Inc  
PO Box 930187  
Atlanta, GA 31193-0187

Inberg-Miller Engineers  
124 East Main Street  
Riverton, WY 82501

Irrev. Deed of Trust/Frank J Campbe  
c/o Edwin R. Boynton  
30 Valley Stream Pkwy  
Malvern, PA 19355

J K C Engineering  
5830 East 2nd Street  
Casper, WY 82609

Jack Anderson  
3 Terraza  
Newport Coast, CA 92657

Jack L. Underwood  
PO Box 9  
Penn Valley, CA 95946

Jack's Truck and Equipment  
PO Box 1628  
Gillette, WY 82717

Jacob A Rosenbaum  
15285 Bucknum Road  
Casper, WY 82604-9433

James B and Margaret B. Flanigan  
1309 Arrowmink Road  
Villanova, PA 19085

James B Blair Recovocable Trust  
3065 N College Ave, #51  
Fayetteville, AR 72703

James D Gardner  
PO Box 162  
Evansville, WY 82636-0162

James I Freeman  
3711 Water Oak Drive  
Texarkana, AR 72703

James V.D. Quereau Jr  
59 Annwood Lane  
Wayne, PA 19087

Jessica Trost  
6636 King Salmon Drive  
Casper, WY 82604-5465

Joanne C Edwards  
One Milbank Ave, #1E  
Greenwich, CT 06830

Joe Hatch  
1711 Laramie Ave  
Casper, WY 82604

Joe J Rogi Jr  
1578 S Ash Street  
Casper, WY 82601-4220

John A Affleck  
7814 Ardmore Ave  
Wyndmoor, PA 19038

John and Lois Teerling  
1640 Court of Palms,. #603  
Ft Meyers, FL 33908

John H Tyson  
PO Box 2020  
Springdale, AR 72765

John Nolind

Jon F Wing  
PO Box 63  
Powder River, WY 82648

Jordan Sall  
8247 Roxbury Road  
Los Angeles, CA 90069

Joseph Kornfield  
2740 Lundy Lane  
Huntington Valley, PA 19006

Joseph L Hatch  
1711 Laramie Ave  
Casper, WY 82604

Judith W Campbll  
106 Longview Circle  
Media, PA 19063

K C Properties, LLC  
PO Box 1595  
Casper, WY 82602

K. Tucker Anderson  
369 Lexington Ave, #305  
NY, NY 10017

Kassidy E Graves  
27 Stone Road  
Riverton, WY 82501

Katherine French

22 Lake shore

Irvine, CA 92604

Kenneth A Culver  
10320 Majestic Trail  
Parkland, FL 34201

Kenneth R LaPlant  
PO Box 1003  
Mills, WY 82644

Key Benefit Administrators  
PO Box 20430  
Indianapolis, IN 46220

Komatsu Equipment  
1486 Distribution Drive  
SLC, UT 84104

Kruse Farms  
1200 South Main, #1400  
Grapevine, TX 76051

Larry Jones & Michelle Ziskind  
466 N Highland Ave  
Merion Station, PA 19066

Leonide C. Prince Recovable Trust  
Philadelphia Brokerage Corp  
2 Radnor Corp Center, #111  
Radnor, PA 19087

Les R. Baledge  
668 N. Sequoyah  
Fayetteville, AR 72701

Lock n Pop  
39906 Treasury Center  
Chicago, IL 60694

Loius Rotar Jr  
395 Dunstone Drive  
Oroville, CA 95966

Lone Camp Ironworks LLC  
313 West Dickson Street, #201  
Fayetteville, AR 72701

Louise H Hildreth  
912 Rolandvue Road,  
Baltimore, MD 21204

Lubrication Engineers Inc  
300 Bailey Ave  
Fort Worth, TX 76107

Lynn E Poppell  
10007 Landmark Drive  
Casper, WY 82604

Margaret Strohecker  
1046 Surry Court  
Casper, WY 82609

McDermott Family Partnership  
504 N Wayne Ave  
Wayne, PA 19087

Mel's Water Service  
PO Box 37  
Lysite, WY 82642

Mills Livestock  
14500 Poison Spider road  
Casper, WY 82604

Mine Safety & Health Administration  
US Department of Treasury  
PO Box 790390  
St Louis, MO 63179-0390

Mitchell A Druse  
6020 South Oak Street  
Casper, WY 82601

Moderm Electric Company  
PO Box 2107  
Casper, WY 82602

Motion Industries  
PO Box 504606  
St. Louis, MO 63150

Myriam Goffin  
668 N Seqouyah Drive  
Fayetteville, AR 72701

Myron Durtsche  
11079 State Hwy 789  
Riverton, WY 82501-8808

Myron R Durtsche  
11079 Hwy 789  
Riverton, WY 82501

Napa Auto Parts  
PO Box 2727  
Casper, WY 82602

Natrona County Treasurer  
PO Box 190  
Casper, WY 82602

NFS/FMTC IRA FBO Gus Blass

NFS/FMTC IRA FBO Tom Donohoe  
Philadelphia Brokerage Corp  
2 Radnor Corp Center, #111  
Radnor, PA 19087

Noland Feed  
268 Industrial Ave  
Casper, WY 82601

Nolind Family Trust

Norco, Inc.  
PO Box 15299  
Boise, ID 83715

North Platte Archaeological Service  
940 South Center Street  
Casper, WY 82601

Northwest Scientific Inc.  
725 Lohwest Lane  
Billings, MT 59106

PAB Good Trucking LLC  
3796 Lane 32 1/2  
Greybull, WY 82426

Pacific Steele & Recycling  
PO Box 160  
Mills, WY 82644

Patricia B Blass,/Constance Blass O  
16 W Palisades Drive  
Little Rock, AR 72207

Patricia McDermott Boyd  
153 74th Street  
Avalon, NJ 08202

Patrick S Nolind  
1926 Garden Creek Road  
Casper, WY 82601

Paul Kelly Mikules  
7035 Corintia Street  
Carlsbad, CA 92009

Peter S. Rawlings  
1610 Old Gulph Road  
Villanova, PA 19085

Philadelphia Brokerage Corp  
2 Radnor Corporate Center  
100 Matsonford Road, #111  
Radnor, PA 19087

Power Equipment Company  
3251 MJB Road  
Casper, WY 82601

Quality Office Solutions, Inc.  
341 East E Street  
Casper, WY 82601

R & C Welding and Fabrication  
880 East Country Club Road  
Gering, NE 69341

R & R Rest Stops of Casper  
1835 Skyview Drive  
Casper, WY 82601

Randy W Staberg  
PO Box 52  
Powder River, WY 82648

Raquel Nolind

Reggie Kinghorn  
3901 Squaw Creek road  
Casper, WY 82604

Richard A Powell  
805 Maple Glen Lane  
Wayne, PA 19087

Richard A. Jacoby  
2490 White Horse Road  
Berwyn, PA 19312

Richard A. Jacoby Living Trust  
c/o Cozen O Connor  
1900 Market Street  
Philadelphia, PA 19106

Robert A Nolind  
1439 W Chapman, #177  
Orange, CA 92868

Robert D Dettloff  
1137 South Willow Street  
Casper, WY 82604-2804

Robert E Kinder  
PO Box 1716  
Evansville, WY 82636

Roman and Donna Fedorak  
68 Teal Drive  
Langhorne, PA 19047

Ron D. Silverton  
c/o AGT Advisors  
6300 Wilshire Blvd, #700  
Los Angeles, CA 90048

Sally Allsopp  
Philadelphia Brokerage Corp  
2 Radnor Corp Center, #111  
Radnor, PA 19087

Scudder Smith Family Assoc  
PO Box 5503  
Newtown, CT 06470

Shuttle Wagon Mobile Railcare Mover  
4116 Doctor Greaves Road  
Grandview, MO 64030-1138

Stacy Whiting  
1636 S Spruce Street  
Casper, WY 82601

Stephen E. Whiting  
1636 S Spruce Street  
Casper, WY 82601

Stephens Inc custodian for Gus Blas  
111 Center Street  
Little Rock, AR 72201

Sterling Trust FBO John Nolind  
29 Town View Drive  
Oroville, PA 95966

Sterling Trust FBO Raquel Nolind  
251 Lodge View  
Oroville, CA 95966

Tharco Containers  
PO Box 844169  
Dallas, TX 75284-4169

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Tim J Seifert  
3570 Indian Scout Drive  
Casper, WY 82601

Tire Distribution Systems (GCR/TDS)  
PO Box 910530  
Denver, CO 80291-0530

Todd Druse  
6020 South Oak Street  
Casper, WY 82601

Todd Seslar  
22905 Arminto Road  
Arminto, WY 82630-9004

Tracy L. Glidewell  
PO Box 1716  
Evansville, WY 82636

Tri-State Generation & Transmission  
1100 Wst 116th Ave  
Westminster, CP 80234

Troy J. Trujillo  
183 Dahlia  
Casper, WY 82904

UE Compression  
PO Box 31596  
Dallas, TX 75373-1596

Uline Shipping Supply Specialist  
2200 S Lakeside Drive  
Waukegan, IL 60085

Volvo Construction Equipment Rents  
PO Box 35  
Casper, WY 82602

Western Area Power Admin.  
PO Box 281213  
Lakewood, CO 80228-8213

Wex Bank  
PO Box 6293  
Carol Stream, IL 60197-6293

Webster Delcambre  
PO Box 1319  
Broussard, LA 70518

William C. Scott  
12612 Promontory Road  
Los Angeles, CA 90049

William J and Jaqueline F McCormick  
958 Nether Wood Drive  
Blue Bell, PA 19422

William L Gauger  
9680 Osage Road  
Casper, WY 82601

Wilson Supply  
PO Box 200822  
Dallas, TX 75320-0822

Wyoming Dept. of Environmental Qual  
122 West 25th Street  
Cheyenne WY 82002

Wyoming Machinery Co  
PO Box 2335  
Casper, WY 82602

Wyoming Stationery  
328 W Yellowstone  
Casper, WY 82601

Wyoming Steele & Recycling  
PO Box 159  
Mills, Wy 82644

Yury and Eleonora Minkovsky  
1295 N Providence Road, #G203  
Media, OA 19063

Ziaoying Gao  
5906 Highland Drive  
Palatine, IL 60067

B6 Declaration (Official Form 6 - Declaration) (12/07)

In re US Bentonite Processing  
Debtor

Case No. \_\_\_\_\_  
(If known)

## DECLARATION CONCERNING DEBTOR'S SCHEDULES

### DECLARATION UNDER PENALTY OF PERJURY BY INDIVIDUAL DEBTOR

### DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I **Todd Druse**, the CFO of the Corporation named as debtor in this case, declare under penalty of perjury that I have read the foregoing summary and schedules, consisting of 1 sheets (*Total shown on summary page plus 1*), and that they are true and correct to the best of my knowledge, information, and belief.

Date 3/14/2013

Signature: s/ Todd Druse  
Todd Druse CFO

[Print or type name of individual signing on behalf of debtor.]

*[An individual signing on behalf of a partnership or corporation must indicate position or relationship to debtor.]*

UNITED STATES BANKRUPTCY COURT  
District of Wyoming

In re: US Bentonite Processing Case No. \_\_\_\_\_  
Debtor Chapter 11 \_\_\_\_\_

**DISCLOSURE OF COMPENSATION OF ATTORNEY  
FOR DEBTOR**

1. Pursuant to 11 U.S.C. § 329(a) and Bankruptcy Rule 2016(b), I certify that I am the attorney for the above-named debtor(s) and that compensation paid to me within one year before the filing of the petition in bankruptcy, or agreed to be paid to me, for services rendered or to be rendered on behalf of the debtor(s) in contemplation of or in connection with the bankruptcy case is as follows:

For legal services, I have agreed to accept	\$ <u><b>\$225-325/hour</b></u>
Prior to the filing of this statement I have received	\$ <u><b>25,000.00</b></u>
Balance Due	\$ _____

2. The source of compensation paid to me was:

Debtor  Other (specify) \_\_\_\_\_

3. The source of compensation to be paid to me is:

Debtor  Other (specify) \_\_\_\_\_

4.  I have not agreed to share the above-disclosed compensation with any other person unless they are members and associates of my law firm.
- I have agreed to share the above-disclosed compensation with a person or persons who are not members or associates of my law firm. A copy of the agreement, together with a list of the names of the people sharing in the compensation, is attached.

5. In return for the above-disclosed fee, I have agreed to render legal service for all aspects of the bankruptcy case, including:

- a) Analysis of the debtor's financial situation, and rendering advice to the debtor in determining whether to file a petition in bankruptcy;
- b) Preparation and filing of any petition, schedules, statement of affairs, and plan which may be required;
- c) Representation of the debtor at the meeting of creditors and confirmation hearing, and any adjourned hearings thereof;
- d) Representation of the debtor in adversary proceedings and other contested bankruptcy matters;
- e) [Other provisions as needed]

**The compensation agreed to be paid by the Debtor to the undersigned is \$225.00 to \$325.00 per hour plus expenses.**

6. By agreement with the debtor(s) the above disclosed fee does not include the following services:

**Preparation of Tax Returns, Initial Report and Monthly Operating Reports to Trustee.**

**CERTIFICATION**

I certify that the foregoing is a complete statement of any agreement or arrangement for payment to me for representation of the debtor(s) in this bankruptcy proceeding.

Dated: 3/14/2013

/s/ Bradley Hunsicker  
Bradley Hunsicker, Bar No. 7-4579

**Winship & Winship, PC**  
Attorney for Debtor(s)